

**TRANSFER  
TAX  
PAID**

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**QUITCLAIM DEED WITH COVENANT**

The **CITY OF WATERVILLE**, a municipal corporation organized and existing under the laws of the State of Maine and located at Waterville, County of Kennebec, State of Maine, whose mailing address is One Common Street, Waterville, ME 04901, for consideration paid, grants to **ALL PRO SOCCER & SPORTS CLUB, LLC**, a Maine Limited Liability Company, operating and existing under the laws of the State of Maine, whose mailing address is PO Box 655, Hampden, Maine 04444, **with quitclaim covenant**, a certain lot or parcel of land located on the West River Road, in Waterville, Kennebec County, Maine, and being more particularly bounded and described as follows, to wit:

Beginning at a #4 Re-rod being the northwesterly corner of Woodlands, Inc. (Book 5537, Page 312);

Thence North seventy eight degrees forty minutes West (N 78°40' W) a distance of four hundred feet (400.0') to a #5 Re-rod set;

Thence South fourteen degrees fourteen minutes West (S 14° 14' W) a distance of one thousand thirty-seven and five tenths feet (1037.5') to a #5 Re-rod set in the northerly line of EWT, LLC3 (Book 5884, Page 144);

Thence South seventy-six degrees fifty-four minutes East (S 76° 54' E) along the lands of EWT, LLC3 a distance of ninety-six and three tenths feet (96.3') to a point at the northwesterly corner of Tarbell (Book 5884, Page 141);

Thence South seventy-eight degrees thirty-five minutes East (S 78° 35' E) along the lands of Tarbell a distance of three hundred seventy-eight and seven tenths feet (378.7') to a capped #4 Re-rod (PLS #1132) being the southwesterly corner of Encore Bowling Inc. (Book 5904, Page 31);

Thence North eleven degrees nineteen minutes East (N 11° 19' E) along the land of said Encore Bowling Inc. a distance of two hundred thirty-three and three tenths feet (233.3') to a #5 Re-rod set being the southwesterly corner of a proposed 50' Right of Way;

Thence North eleven degrees nineteen minutes East (N 11° 19' E) still along the land of said Encore Bowling Inc. a distance of fifty feet (50.0') to a #5 Re-rod set being the northwesterly corner of a proposed 50' Right of Way;

Thence North eleven degrees nineteen minutes East (N 11° 19' E) still along the land of said

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Encore Bowling Inc. a distance of sixty-six and six tenths feet (66.6') to the southwesterly corner of an existing 50' Right of Way (Book 4968, Page 166) at the lands of Woodlands, Inc. (Book 4955, Page 82);

Thence North eleven degrees nineteen minutes East (N 11° 19' E) along the land of said Woodlands, Inc. a distance of fifty and one tenths feet (50.1') to a corner;

Thence South seventy-eight degrees forty-one minutes East (S 78° 41' E) still along the land of said Woodlands, Inc. a distance of sixty-three and three tenths feet (63.3') to a corner;

Thence North seven degrees twenty-eight minutes East (N 07° 28' E) along the land of said Woodlands, Inc. a distance of three hundred eleven and eight tenths feet (311.8') to a Capped #4 Re-rod (PLS #1132);

Thence North zero degrees fourteen minutes East (N 00° 14' E) along the land of said Woodlands, Inc. a distance of three hundred thirty-five feet (335.0') to the point of beginning. Said parcel contains 11.2 Acres.

Being a portion of the premises conveyed by E. Stanley Lunn, Jr. to the City of Waterville by deed dated December 24, 1974, and recorded in Kennebec County Registry of Deeds, Book 1790, Page 117.

ALSO CONVEYING, any and all right, title, and interest in and to the easement granted by Warranty Deed from The Woodlands, Inc. to the City of Waterville dated August 31, 1995, and recorded in the Kennebec County Registry of Deeds, Book 4968, Page 166.

EXCEPTING AND RESERVING an easement across the lands granted, appurtenant to, benefiting, and running with that land retained by the City of Waterville west of the parcel hereby conveyed, being the remainder of the parcel described in the aforementioned Book 1790, Page 117. This easement shall also benefit and run with any lots resulting from subdivision of the retained land by the City of Waterville or any successor in title, even if said lots do not adjoin this easement. Said easement shall be for access by foot or motor vehicle, for construction access, and for installation of above-ground or subsurface utilities, and may be paved, maintained, and repaired at easement holder's expense. Said easement is more particularly described as follows:

Beginning at a point at the centerline of a fifty and zero tenths foot (50.0') wide easement, being north eleven degrees nineteen minutes east (N11°19'E) a distance of twenty five and zero tenths feet (25.0') from a #5 Re-rod set. Said Re-rod being north eleven degrees nineteen minutes east (N11°19'E) a distance of two hundred thirty three and three tenths feet (233.3') from a #4 Re-rod capped PLS #1132 at the southwest corner of lands as described in deed to Encore Bowling Inc. recorded in Kennebec County Registry of Deeds Book 5904, Page 31.

Thence along the centerline of a fifty and zero tenths foot (50.0') wide easement, north

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seventy eight degrees forty one minutes west (N78°41'W) a distance of ten and seven tenths feet (10.7') to a point of curvature.

Thence along the centerline of a fifty and zero tenths foot (50.0') wide easement, along a curve to the left having a radius of two hundred and zero tenths feet (200.0') a distance of one hundred forty four and two tenths feet (144.2') to a point of tangency.

Thence along the centerline of a fifty and zero tenths foot (50.0') wide easement, south sixty degrees zero minutes west (S60°00'W) a distance of one hundred ninety eight and two tenths feet (198.2') to a point of curvature.

Thence along the centerline of a fifty and zero tenths foot (50.0') wide easement, along a curve to the right having a radius of two hundred and zero tenths feet (200.0') a distance of one hundred fifty and eight tenths feet (150.8') to a point of tangency.

Thence along the centerline of a fifty and zero tenths foot (50.0') wide easement, north seventy six degrees forty eight minutes west (N76°48'W) a distance of forty three and five tenths feet (43.5') to a point at the remaining lands described in deed to the City of Waterville recorded in Kennebec County Registry of Deeds Book 1790, Page 117. Said point being north fourteen degrees fourteen minutes east (N14°14'E) a distance of twenty five and eight tenths feet (25.8') from a #5 Re-rod set at the south easterly corner of remaining lands described in the aforementioned deed to the City of Waterville.

The above-described fifty and zero tenths foot (50.0') easement is shown as "Proposed easement location for the City of Waterville" on Final Plan ALL PRO Soccer Sports Facility by LaBranche Land Surveys dated Aug. 2004.

All of the above being depicted on "Final Plan ALL PRO Soccer Sports Facility" by LaBranche Land Surveys, dated Aug. 2004.

PROVIDED THAT Grantee shall develop and complete construction of a sports facility according to the site plan specifications depicted in the aforementioned "Final Plan ALL PRO Soccer Sports Facility" within twelve (12) months of the date of this conveyance, or within twelve (12) months of any final court decision in any suit brought by a third party challenging the right of the Grantee to develop the project as planned; should the Grantee fail to meet this condition, title to all lands and easements hereby conveyed shall immediately revert to the Grantor.

FURTHER PROVIDED THAT should the property ever become exempt from property taxes due to a change in use or any other reason, during ownership by Grantee or any subsequent owner, the owner shall pay annually to the City of Waterville an amount equal to what would have been paid had the property been subject to real property taxes. Said amount shall be assessed, calculated, due, and paid in the same manner and at the same time as real property taxes. Should said owner fail to pay such amounts when due, said amounts shall become a lien upon the property, which the City of Waterville

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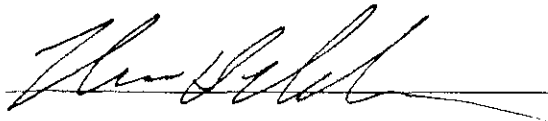
may, in its discretion, bring a civil action of foreclosure to enforce. Failure by the City to bring such an action in any given year shall not constitute a waiver of this right. Successive defaults in this provision may give rise to successive liens. This restriction and obligation shall run with the land.

The City of Waterville hereby releases all rights in the premises hereby conveyed, subject to the above express conditions.

The City of Waterville has caused this instrument to be signed in its corporate name by Paul LePage, its Mayor, duly authorized, this 8<sup>th</sup> day of September 2004.

Signed, Sealed and Delivered  
in presence of:

CITY OF WATERVILLE



By: Paul LePage  
Paul LePage  
Its: Mayor

STATE OF MAINE  
COUNTY OF KENNEBEC

September 8, 2004

Then personally appeared the above-named Paul LePage, as Mayor of the City of Waterville, and acknowledged the foregoing instrument to be his free act and deed, in his said capacity, and the free act and deed of said corporation.

Before me,

  
Notary Public, State of Maine

Thomas B. McCowan  
Printed Name of ~~Notary~~ Attorney at Law

My Commission Expires: \_\_\_\_\_

Received Kennebec SS.  
09/14/2004 8:29AM  
# Pages 4 Attest:  
BEVERLY BUSTIN-MATHEWAY  
REGISTER OF DEEDS